

# Chemsol, Inc. <sup>TM</sup>

36977 FOX GLEN, FARMINGTON HILLS, MI 48331

TEL: 248-661-0260 FAX: 248-661-3941

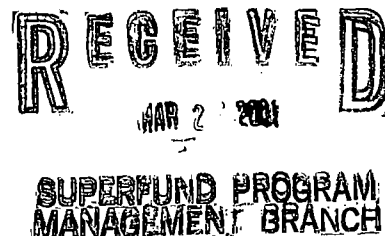
1-800-663-4057

WEBSITE: [www.chemsol.com](http://www.chemsol.com)

E-Mail: [chemsol@wwnet.com](mailto:chemsol@wwnet.com)

MARCH 23, 2000

MR. JAMES E. MAYKA, P.E., CHIEF, SR-6J  
REMEDIAL RESPONSE BRANCH # 2  
C/O U.S. ENVIRONMENTAL PROTECTION AGENCY  
REMEDIAL ENFORCEMENT SUPPORT SECTION  
77 WEST JACKSON BLVD  
CHICAGO, ILL 60604



DEAR MR. MAYKA:

ON MARCH 6, 2001 I WROTE TO MS. DEENA SHEPPARD-JOHNSON STATING THAT CHEMSOL INC WAS ERRONEOUSLY PLACED ON THE ELYRIA OHIO DISPOSAL SITE LIST AS A COMPANY WHO HAD POSSIBLY DISPOSED OF MATERIAL AT THE SITE. AS MY LETTER STATED, CHEMSOL INC WAS NOT IN BUSINESS 20 YEARS AGO AND HAS NEVER DISPOSED OR DUMPED MATERIAL.

IT SEEMS WE ARE BEING SOLICITED BY LAW FIRMS AND OTHERS TO PARTICIPATE IN THE DEFENSE OF THE COMPANIES YOU CITED AS POTENTIALLY RESPONSIBLE. WE WOULD APPRECIATE THAT YOU REMOVE OUR NAME FROM YOUR LIST, SO WE CAN CONTINUE TO CONDUCT BUSINESS WITHOUT NOTORIETY. I HAVE SPOKEN TO YOUR COUNSEL, MR. THOMAS NASH, AND HE SUGGESTED I DIRECTLY CONTACT YOU.

SINCERELY,

STEVEN M. FINE  
PRESIDENT

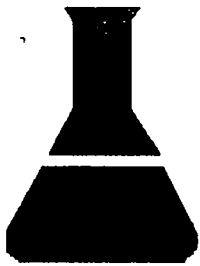
CC; THOMAS NASH

ENCL: 3/6/01 LETTER TO MS. SHEPPARD-JOHNSON



*Please Consider Us For All Your Chemical Needs*

Corrosion Preventives \* Adhesives & Sealants \* Cleaners \* Lubricants \*  
Paints & Coatings \* Waxes & Polishes



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MARCH 6, 2001

MS. DEENA SHEPPARD-JOHNSON, SR-6J  
C/O U.S. ENVIRONMENTAL PROTECTION AGENCY  
REMEDIAL ENFORCEMENT SUPPORT SECTION  
77 WEST JACKSON BLVD  
CHICAGO, ILL 60604

DEAR MS. SHEPPARD-JOHNSON:

PURSUANT TO YOUR CERTIFIED LETTER REGARDING "THE CHEMICAL RECOVERY SYSTEMS SITE, ELYRIA, OHIO-GENERAL NOTICE OF POTENTIAL LIABILITY AND REQUEST FOR INFORMATION", AND A PHONE CONVERSATION ON MARCH 5, 2001 WITH THOMAS NASH, ASSISTANT REGIONAL COUNCIL:

1. CHEMSOL INC WAS INCORPORATED IN 1994 (PLEASE SEE ATTACHED ARTICLES OF INCORPORATION).. CHEMSOL INC DID NOT SUCCEED, MERGE OR EMERGE IN ANY FASHION OTHER THAN AS AN ORIGINALLY-INTENDED ENTITY. AS MR. NASH STATED THAT CHEMICAL DEPOSITED IN THE SUBJECT SITE TERMINATED 20 YEARS AGO, CHEMSOL INC WAS NOT IN BUSINESS.
2. CHEMSOL INC FURTHER NOTES THAT WE HAVE NEVER DISPOSED OF ANY CHEMICALS

WE LOOK FORWARD TO CHEMSOL INC BEING REMOVED FROM THE "CHEMICAL RECOVERY" ISSUE.

SINCERELY,

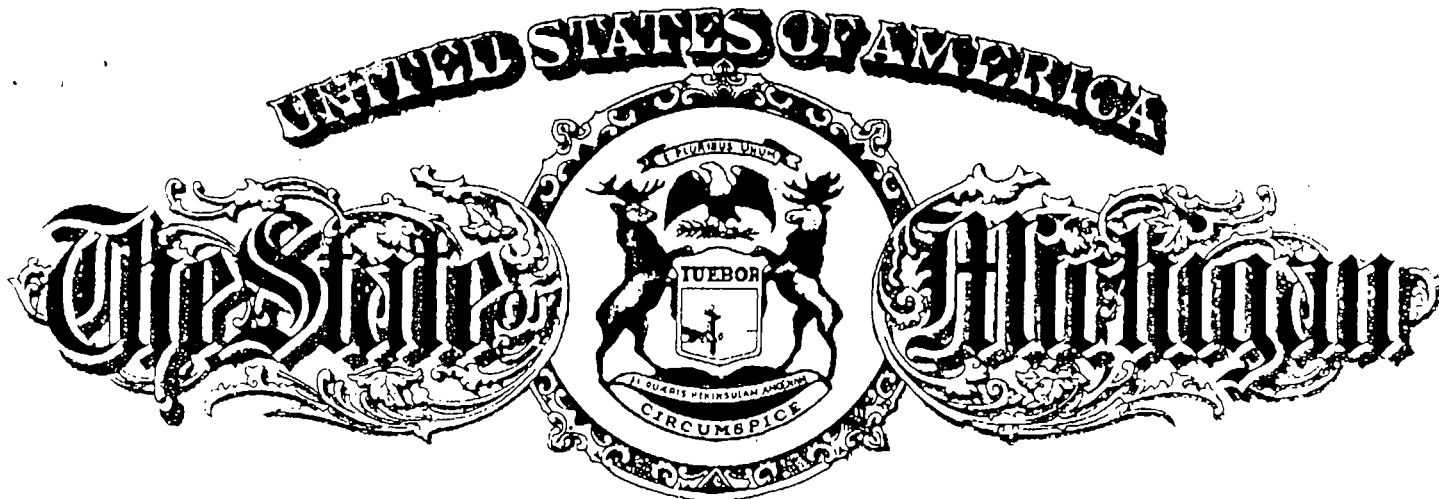
STEVEN M. FINE  
PRESIDENT

CC: THOMAS NASH (MAIL CODE C-14)

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Paints & Coatings \* Waxes & Polishes



Michigan Department of Commerce

Lansing, Michigan

*This is to Certify That Articles of Incorporation of*

**CHEMSOL, INC.**

*were duly filed in this office on the 26th day of October, 1994,  
in conformity with Act 284, Public Acts of 1972, as amended.*



*In testimony whereof, I have hereunto set my  
hand and affixed the Seal of the Department,  
in the City of Lansing, this 26th day  
of October, 1994.*

*Carl L. Lysen* , Director  
Corporation & Securities Bureau

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU <span style="float: right;">CW</span>																				
Date Received		(FOR BUREAU USE ONLY)																		
OCT 24 1994		<div style="font-size: 2em; font-weight: bold; margin-bottom: 10px;">FILED</div> <div style="font-size: 1.2em; margin-bottom: 10px;">OCT 26 1994</div> <div style="font-size: 0.8em;">                         Administrator                          MICHIGAN DEPARTMENT OF COMMERCE                          Corporation &amp; Securities Bureau                     </div>																		
<div style="border: 2px solid black; padding: 5px;"> <table style="width: 100%; border-collapse: collapse;"> <tr> <td colspan="3" style="padding: 2px;">Name</td> </tr> <tr> <td colspan="3" style="padding: 2px;">Simcha Shapiro, Esq.</td> </tr> <tr> <td colspan="3" style="padding: 2px;">Address</td> </tr> <tr> <td colspan="3" style="padding: 2px;">P.O. Box 5039</td> </tr> <tr> <td style="padding: 2px;">City</td> <td style="padding: 2px;">State</td> <td style="padding: 2px;">ZIP Code</td> </tr> <tr> <td style="padding: 2px;">Southfield</td> <td style="padding: 2px;">MI</td> <td style="padding: 2px;">48086-5039</td> </tr> </table> </div>			Name			Simcha Shapiro, Esq.			Address			P.O. Box 5039			City	State	ZIP Code	Southfield	MI	48086-5039
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## ARTICLES OF INCORPORATION

For use by Domestic Profit Corporations

(Please read information and instructions on the last page)

*Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Articles:*

### ARTICLE I

The name of the corporation is:

CHEMSOL, INC. ✓

### ARTICLE II

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the Business Corporation Act of Michigan.

### ARTICLE III

The total authorized shares:

1. Common Shares 60,000

Preferred Shares \_\_\_\_\_

2. A statement of all or any of the relative rights, preferences and limitations of the shares of each class is as follows:

- (a) Each share of stock entitles the holder to pro rata distributions in full and partial liquidation and of dividends.
- (b) Each share of stock entitles the holder to one vote on all matters referable to the shareholders. Voting for the members of the Board of Directors shall be on a cumulative basis.
- (c) No preemptive rights or preferences shall attach to any of the shares of the corporation's stock.

#### ARTICLE IV

1. The address of the registered office is:

850 Stephenson Highway, Suite 310, Troy, Michigan 48184  
(Street Address) (City) (ZIP Code)

2. The mailing address of the registered office if different than above:

\_\_\_\_\_, Michigan \_\_\_\_\_  
(P.O. Box) (City) (ZIP Code)

3. The name of the resident agent at the registered office is: Kenneth Bolterstien

#### ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name	Residence or Business Address
<u>Simcha Shapiro, Esq.</u>	<u>29621 Northwestern Highway</u>
	<u>P.O. Box 5039</u>
	<u>Southfield, MI 48086-5039</u>

#### ARTICLE VI (Optional. Delete if not applicable)

When a compromise or arrangement or a plan of reorganization of this corporation is proposed between this corporation and its creditors or any class of them or between this corporation and its shareholders or any class of them, a court of equity jurisdiction within the state, on application of this corporation or of a creditor or shareholder thereof, or on application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or reorganization, to be summoned in such manner as the court directs. If a majority in number representing 3/4 in value of the creditors or class of creditors, or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of this corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors, or on all the shareholders or class of shareholders and also on this corporation.

#### ARTICLE VII (Optional. Delete if not applicable)

Any action required or permitted by the Act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. The written consents shall bear the date of signature of each shareholder who signs the consent. No written consents shall be effective to take the corporate action referred to unless, within 60 days after the record date for determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, written consents signed by a sufficient number of shareholders to take the action are delivered to the corporation. Delivery shall be to the corporation's registered office, its principal place of business, or an officer or agent of the corporation having custody of the minutes of the proceedings of its shareholders. Delivery made to a corporation's registered office shall be by hand or by certified or registered mail, return receipt requested.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who have not consented in writing.

Name of person or organization  
remitting fees:

SPIPKIN, SHAPIRO & FEENEY, P.C.

Preparer's name and business  
telephone number:

Simcha Shapiro, Esq.

( 810 ) 353-3810

### INFORMATION AND INSTRUCTIONS

1. The articles of incorporation cannot be filed until this form, or a comparable document, is submitted.
2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box on the front as evidence of filing.  
Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to the provisions of Act 284, P.A. of 1972, by one or more persons for the purpose of forming a domestic profit corporation.
4. Article I—The corporate name of a domestic profit corporation is required to contain one of the following words or abbreviations: "Corporation", "Company", "Incorporated", "Limited", "Corp.", "Co.", "Inc.", or "Ltd."
5. Article II—State, in general terms, the character of the particular business to be carried on. Under section 202(b) of the Act, it is sufficient to state substantially, alone or with specifically enumerated purposes, that the corporation may engage in any activity within the purposes for which corporations may be formed under the Act. The Act requires, however, that educational corporations state their specific purposes.
6. Article IV—A post office box may not be designated as the address of the registered office.
7. Article V—The Act requires one or more incorporators. Educational corporations are required to have at least three (3) incorporators. The address(es) should include a street number and name (or other designation), city and state.
8. The duration of the corporation should be stated in the articles only if the duration is not perpetual.
9. This document is effective on the date approved and filed by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated as an additional article.
10. The articles must be signed in ink by each incorporator. The names of the incorporators as set out in article V should correspond with the signatures.

11. FEES. (Make remittance payable to the State of Michigan). Include corporation name on check or money order.

Franchise fee: first 60,000 authorized shares or portion thereof .....	\$50.00
each additional 20,000 authorized shares or portion thereof .....	\$30.00
Non-Refundable filing fee .....	\$10.00
Total minimum fees .....	\$60.00

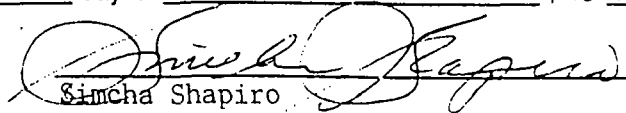
12. Mail form and fee to:

Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P.O. Box 30054  
Lansing, MI 48909-7554  
Telephone: (517) 334-6302

The office is located at:  
6546 Mercantile Way  
Lansing, MI 48910

Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

I (~~am~~), the incorporator(~~s~~) sign my (~~own~~) name(~~s~~) this 21st day of October, 19 94.

  
Simcha Shapiro